

COMMONWEALTH OF KENTUCKY
BEFORE THE PUBLIC SERVICE COMMISSION

In the Matter of:

THE APPLICATION OF USA MOBILE)	
COMMUNICATIONS, INC. II FOR AN)	
ORDER AUTHORIZING THE ISSUANCE)	CASE NO. 94-405
OF NOTES)	

O R D E R

On October 26, 1994, USA Mobile Communications, Inc. II ("USA Mobile") applied to the Commission for authority to issue a Senior Note Offering. In its filing, USA Mobile requested a deviation from the requirements of 807 KAR 5:001, Section 6 and Section 6(8), Sections 11(1)(a), (1)(b), and (1)(e), and Sections 11(2)(b) and (c).

807 KAR 5:001, Section 6, requires that a financial exhibit covering operations for a 12-month period ending not more than 90 days prior to the date the application is filed to be attached to the application. Section 6(8) requires the submission of the rate and amount of dividends paid during the five previous fiscal years and the amount of capital stock on which dividends were paid each year.

807 KAR 5:001, Section 11(1)(a), requires a statement of the original cost of the applicant's property and the cost to the applicant, if different. Section 11(1)(b) requires the interest rate to be paid, and Section 11(1)(e) requires that if proceeds are to refund outstanding obligations, the amount for which the obligations were actually sold, the amount of expenses, and the application of their proceeds must be submitted with the application.


Section 11(2) (b) requires the submission of all trust deeds or mortgages, and Section 11(2) (c) requires that if property is to be acquired, maps and plans of property and detailed estimates by USOA account number must be submitted with the application.

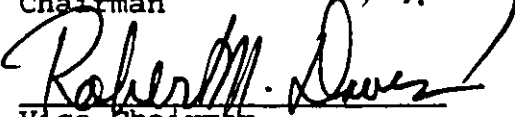
Having reviewed the filing and being otherwise sufficiently advised, the Commission finds that the information filed therein is sufficient to enable the Commission to review adequately USA Mobile's filing. Therefore, its request for a deviation from the cited regulations should be granted.

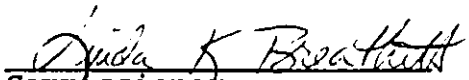
IT IS THEREFORE ORDERED that USA Mobile's request for permission to deviate from the requirements of 807 KAR 5:001, Section 6 and Section 6(8), and 807 KAR 5:001, Sections 11(1) (a), (1) (b) and (1) (e), and Sections 11(2) (b) and (c), is hereby granted.

Done at Frankfort, Kentucky, this 22nd day of November, 1994.

PUBLIC SERVICE COMMISSION


Chairman


Vice Chairman


Commissioner

ATTEST:


Executive Director